

FOR IMMEDIATE RELEASE

**FORMER MINNESOTA GOVERNOR TIM PAWLENTY JOINS THE BOARD OF SMART SAND,
A PROVIDER OF HIGH QUALITY PROPPANT TO THE OIL AND GAS INDUSTRY**

Fairless Hills, PA – June 12, 2012 – Smart Sand, Inc., a provider of high-quality proppant to the oil and gas industry, today announced that former Minnesota Governor Tim Pawlenty has joined its Board of Directors.

“We are honored to have Mr. Pawlenty join our board,” said Andrew Speaker, chief executive officer of Smart Sand. “Having served as Minnesota governor for two terms, and with deep roots in the region, Tim is experienced in the oversight and development of our natural resources. Tim’s experience in the energy and transportation sectors combined with his respect for the environment and the communities in which we operate makes him a strategic addition to our board. We look forward to drawing on his expertise as CEO of the great state of Minnesota as we continue to build our company.”

Mr. Pawlenty served as the Governor of the State of Minnesota for two terms, from 2003 until 2011. During his tenure as Governor, Mr. Pawlenty was responsible for overseeing a \$60 billion biennial budget and 30,000 employees, and worked closely with state agencies including those dealing with natural resource and transportation issues.

“Shale oil and gas is one of the fastest-growing sectors in the U.S. With proper stewardship, it will help solve our nation’s energy crisis and dramatically boost our economy,” said Mr. Pawlenty. “I’m pleased to join Smart Sand at this very important time in the industry. The company provides a much-needed product, utilizes superior delivery logistics and is a leader in this critical industry. I look forward to collaborating with Smart Sand’s talented and innovative team.”

This appointment follows the announcement last week that funds affiliated with Clearlake Capital Group, L.P. have made a major investment in the Company’s state-of-the-art frac sand facility in Oakdale, Wisconsin. The facility, located on more than 1,100 acres, has an initial processing capacity of over one million tons per year, an extensive base of in-place permitted frac sand reserves, and is expected to be operational later this month.

José E. Feliciano, founding partner at Clearlake and chairman of the Smart Sand board of directors added, “We welcome Mr. Pawlenty to the Smart Sand board, as we continue to grow the company and bring its many benefits to partners in key U.S. regions including the Bakken and Eagle Ford formations, and the Utica and Marcellus shales. With more than 100 years of reserves, the flexibility to reliably produce various sizes and blends of raw sand proppant, and direct access to a major rail line and superior transportation logistics, we believe Smart Sand is poised for success.”

About Smart Sand

Smart Sand, Inc. provides high-quality proppant to the oil and gas industry. The company has more than 1,100 acres at its main facility in Oakdale, Wisconsin. Smart Sand's facilities are located near major rail transport lines, ensuring reliable, cost-effective delivery to major North American shale plays. For more information, please visit www.smartsand.net.

About Clearlake Capital Group

Clearlake is a private investment firm focused on special situations private equity such as corporate divestitures, recapitalizations, buyouts and other equity investments. Clearlake seeks to partner with world-class management teams by providing patient, long-term capital and operational expertise to invest in businesses going through change. Clearlake's founding principals have led over 50 investments totaling approximately \$3 billion of capital in the firm's core target sectors: industrials and energy, technology and business services, and consumer and healthcare. For more information, please visit www.clearlakecapital.com.

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